

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

In re ANADARKO PETROLEUM  
CORPORATION SECURITIES  
LITIGATION

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§ Civil Action No. 4:20-cv-00576  
§  
§ CLASS ACTION  
§  
The Honorable Charles R. Eskridge III

**STIPULATED AGREEMENT**

Norfolk County Council as Administering Authority of the Norfolk Pension Fund, Iron Workers Local #580 Joint Funds, and Building Trades United Pension Trust Fund (collectively, “Lead Plaintiff”) and defendants Anadarko Petroleum Corporation (“Anadarko”), R.A. Walker, Robert G. Gwin, Robert P. Daniels, and Ernest A. Leyendecker, III (collectively, “Defendants,” and together with Lead Plaintiff, the “Parties”) hereby stipulate and agree to the following:

WHEREAS, on March 31, 2023, the Honorable Charles Eskridge granted Lead Plaintiff’s motion to compel production of certain documents related to an internal investigation conducted by Anadarko’s audit committee (the “Investigation”), finding that Defendants had waived attorney-client privilege and work product protection over documents related to the subject matter of the Investigation (the “AAC Documents”) and ordering their production (ECF 226-8) (the “MTC Order”);

WHEREAS, on April 27, 2023, Defendants moved for reconsideration of the MTC Order (ECF 226-10), which Judge Eskridge denied on June 30, 2023 (ECF 226-13);

WHEREAS, on July 24, 2023, Defendants filed with the Fifth Circuit Court of Appeals a petition for writ of mandamus to set aside the MTC Order (ECF 226-14);

WHEREAS, on October 16, 2023, the Fifth Circuit denied Defendants’ petition for a writ of mandamus but noted its “concern . . . as to the potential scope of the privilege waiver granted by the trial court” and “advise[d] the trial court, or the appointed Special Master, to scrutinize challenged documents and consider its decisions regarding the scope of the waiver carefully” (ECF 226-19);

WHEREAS, on January 29, 2024, Judge Eskridge referred this matter to this Court to review the documents “upon which Anadarko maintains a claim of privilege” (ECF 226-25);

WHEREAS, the Parties submitted briefs to this Court setting forth their positions on Defendants’ privilege and work product claims over the AAC Documents (ECF 233-236, 238);

WHEREAS, during a February 21, 2025 hearing, the Court addressed six categories of AAC Documents and ruled as to whether those categories of documents or portions thereof fell within the scope of the MTC Order (ECF 267);

WHEREAS, during a March 14, 2025 hearing, the Court heard argument on an additional six categories of documents;

WHEREAS, on March 20, 2025, the Court ordered Defendants to produce the following documents with redactions, to be submitted to and reviewed in camera by the Court: KPMG’s Log Nos. 1-22, 24, 26-43, 47-65, 67, 69-126, 128, 130-33, and Defendants’ Log Nos. 2-4, 238-46, 249-64, 267, 270-80, 282, 284-95, 297-307 (collectively, the “March 20 Documents”) (ECF 274);

WHEREAS, on April 22, 2025, Defendants submitted to the Court for its in camera review their proposed redactions to the March 20 Documents; and

WHEREAS, on April 23, 2025, the Parties informed the Court of having reached an agreement in principle (the “Parties’ Stipulation”) that would resolve the remaining disputes over the outstanding categories of AAC Documents (ECF 278). Specifically, the Parties agreed that Defendants will not redact facts that counsel learned during the investigation. With respect to information that counsel learned during witness interviews, the Parties

agreed that Defendants will also not redact any indication that a witness had, or lacked, information or materials on certain subjects, but will redact any opinion work product.

NOW, THEREFORE, the Parties stipulate and agree that:

1. Defendants will produce the following documents in full: Defendants' Log Nos. 609, 752, 768, 842, 850-51, 855;

2. Defendants will, within ten business days following the entry of this Stipulated Agreement, submit to the Court for in camera review the following documents with proposed redactions in accordance with the Parties' Stipulation: Defendants' Log Nos. 653, 677-78, 698-99, 701-04, 718, 722, 744-46, 769, 909. Following the Court's in camera review of these documents and the March 20 Documents, the Court shall issue an order determining the propriety of Defendants' proposed redactions. Within ten business days of the entry of such order, Defendants shall produce the documents described in this paragraph and the March 20 Documents to Lead Plaintiff, redacted only as permitted by the Court's order;

3. Defendants will withhold the following documents in their entirety: Mullins' Log No. 38, and Defendants' Log Nos. 567, 592-93, 596-98, 600, 663-64, 707, 711, 751, 753-62, 766-67, 779, 783, 785, 790, 826, 833, 852, 866, 884; and

4. Defendants will produce the documents in (1) above within five business days of the entry of this Stipulated Agreement.

DATED: June 12, 2025

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DATED: June 12, 2025

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CERTIFICATE OF SERVICE

I hereby certify that I served the foregoing on all counsel of record who have appeared in this matter via the Court's CM/ECF system on this, the 12th day of June, 2025

s/ Hillary B. Stakem  
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HILLARY B. STAKEM